



RECORDATION NO. 25272-B FILED

JUN 08 '12 -1 51 PM

~~SURFACE TRANSPORTATION BOARD~~

Mitsui Rail Capital, LLC
71 South Wacker Drive
Suite 1800
Chicago, Illinois 60606

Main (312) 803-8880
Fax (312) 803-8890

June 8, 2012

Chief, Section of Administration
Office of Proceedings
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423

Dear Section Chief:

Please find attached one (1) copy of a Memorandum of Termination of Lease dated June 4, 2012 between the following parties:

Lessor: Mitsui Rail Capital, LLC
71 S. Wacker Drive, Suite 1800
Chicago, IL 60606

Lessee: BNSF Railway Company
2650 Lou Menk Drive
Fort Worth, TX 76131

The enclosed document relates to the Memorandum of Lease previously filed with the Board under Recordation Number 25272.

A description of the railroad equipment covered by the enclosed document is:

All railcars covered by the Memorandum of Lease on file under Recordation Number 25272 are RELEASED.

This filing is to appear in the index as follows: Memorandum of Termination of Lease.

Please file this as a secondary document as defined in the Board's Rules for the Recordation of Documents. The filing fee in the amount of \$41.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (312) 803-8836.

Sincerely,

/s/ Christine Peterson

Christine Peterson
Manager, Contract Administration
Paralegal, Legal Department

Enclosure

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SURFACE TRANSPORTATION BOARD

MEMORANDUM OF TERMINATION OF LEASE

Memorandum of Termination of Lease dated as of June 7, 2012 by Mitsui Rail Capital, LLC, a Delaware limited liability company ("*Lessor*").

WITNESSETH:

1. Lessor and BNSF Railway Company (f/k/a The Burlington Northern and Santa Fe Railway Company (the "*Lessee*")) are parties to that certain Equipment Lease Agreement (the "*Lease Agreement*"), dated October 1, 2004, and Schedule No. 2 thereto dated as of October 4, 2004 (the "*Schedule*"), whereby Lessor leased to the Lessee and the Lessee leased from Lessor certain railroad cars described in such Schedule. (The Schedule, incorporating the terms of the Lease Agreement, is herein referred to as the "*Lease*.")
2. Notice of the Lease has been put of record by the filing of a Memorandum of Equipment Lease Agreement dated as of October 1, 2004 with the Surface Transportation Board on November 2, 2004 under Recordation Number 25272.
3. The Lease has been terminated.

IN WITNESS WHEREOF, the undersigned has caused this memorandum to be duly executed by its officer duly authorized as of the date hereof.

MITSUI RAIL CAPITAL, LLC

By: 

Name: John O'Bryan

Title: President

STATE OF ILLINOIS

COUNTY OF COOK

On this 8th day of June, 2012, before me personally appeared John O'Bryan, to me personally known, who being by me duly sworn, says that he is the President of Mitsui Rail Capital, LLC that the foregoing instrument was signed on behalf of said company, and he acknowledged that the execution of the said instrument was his free act and deed.


NOTARY PUBLICMy commission expires: 7/7/12